

L17000027981

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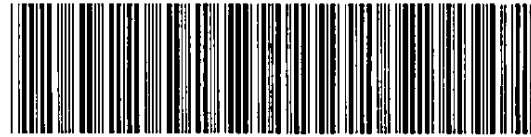
(Business Entity Name)

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FREDERICK R. MACLEAN  
ANNE B. MACLEAN  
CHRISTOPHER J. EMA  
LAURA G. MACLEAN  
BRIAN V. BERGMAN  
ADAN A. AULET, JR.\*

\* ALSO ADMITTED IN ILLINOIS

**MACLEAN & EMA** P.A.  
Attorneys and Counselors at Law

OF COUNSEL  
ARLENE LAKIN  
BOARD CERTIFIED  
ELDER LAW

June 5, 2017

*Via Federal Express, Priority Overnight to:*

Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Orlando and Northwestern Railway, LLC, a Florida Limited Liability Company**

Dear Sir or Madam,

Enclosed please find Amended and Restated Articles of Organization and a check in the amount of \$25.00, payable to the Florida Department of State as the filing fee for same.

Please feel free to call me should you have any questions.

Sincerely,

**MACLEAN & EMA, P.A.**

*(Adan A. Aulet/djs)*  
Adan A. Aulet, Jr.  
AAA:djs

*Signed In His Absence  
To Avoid Delay*

encls./as noted

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
FOR  
ORLANDO AND NORTHWESTERN RAILWAY, LLC  
A Florida Limited Liability Company**

This Limited Liability Company was formed, upon the filing of the original Articles of Organization with the Florida Secretary of State (Florida document number L17000027981). These Amended and Restated Articles of Organization shall supersede the original Articles of Organization, which have not been previously amended. The Articles of Organization are hereby amended and restated in full as herein set forth:

**ARTICLE I  
NAME**

The name of the Limited Liability Company is amended and shall be hereafter known as **ORLANDO & NORTHWESTERN RAILWAY, LLC** (the "Limited Liability Company").

**ARTICLE II  
ADDRESSES**

A. Principal Place of Business. The street address of the principal place of business of the Limited Liability Company shall be 1052 Bennington Court, Greenwood, Indiana 46143.

B. Mailing Address. The mailing address of the Limited Liability Company shall be 1052 Bennington Court, Greenwood, Indiana 46143.

**ARTICLE III  
REGISTERED AGENT**

NEIL BAUGUS, a natural person, is the registered agent. The Florida street address of the said registered agent's registered office is 137 Hidden View Drive, Groveland, Florida 34736.

**ARTICLE IV  
MANAGEMENT**

The Limited Liability Company is a manager-managed Limited Liability Company. The Limited Liability Company shall be managed by the manager who is designated, appointed, or elected to act in such capacity in accordance with the Operating Agreement of the Limited Liability Company, or if none, in accordance with Florida law.

The person who is designated or appointed shall carry out and further the decisions and actions of the manager or members made under the Operating Agreement and shall be authorized to execute any and all reports, forms, instruments, documents, papers, writings, agreements, and contracts, including, but not limited to deeds, bills of sale, transfers, leases, promissory notes, mortgages and security agreements, and any other type or form of document by which property or property rights of the Company are transferred or encumbered, or by which debts and obligations of the Company are created, incurred, or evidenced, which are necessary, appropriate, or beneficial to carry out or further such decisions or actions.

#### **ARTICLE V MANAGER**

The name and address of the managers authorized to manage and control the Limited Liability Company are as follows:

<b><u>Title:</u></b>	<b><u>Name &amp; Address:</u></b>
Manager	BENJAMIN BUTTERWORTH 1052 Bennington Court Greenwood, Indiana 46143
Manager	JAMES A. VAN DRUNEN 2100 S. Ocean Lane #1404 Fort Lauderdale, Florida 33316

#### **ARTICLE VI EXECUTIVE OFFICERS**

The Manager may appoint a President, Vice President, Treasurer, Secretary, or any other officers who shall report to and be responsible to the Manager. The names and addresses of the initial executive officers of the Limited Liability Company are as follows:

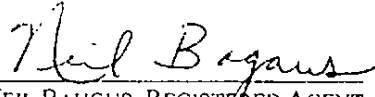
<b><u>Office of the:</u></b>	<b><u>Name &amp; Address:</u></b>
President & Treasurer	BENJAMIN BUTTERWORTH 1052 Bennington Court Greenwood, Indiana 46143
Vice President & Secretary	JAMES A. VAN DRUNEN 2100 S. Ocean Lane #1404 Fort Lauderdale, Florida 33316

In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

  
BENJAMIN BUTTERWORTH, MANAGER

#### **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
NEIL BAUGUS, REGISTERED AGENT